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COMICS



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CODE



THE PROMETHIUM EXCHANGE PART 3 OF 3

EXCALIBUR

FULL SCALE
FURY IN A
FISTICUFF
FINALE!



50
YEARS



OR
CAPTAIN AMERICA

1941 - 1991

THE POWERFUL CAPTAIN BRITAIN, THE SHAPE-CHANGING MEGGAN, THE INTANGIBLE SHADOWCAT, THE SWASHBUCKLING NIGHTCRAWLER, THE MYSTERIOUS PHOENIX, THE EVER-UNPREDICTABLE WIDGET AND LUCKHEAD THE DRAGON FORGED IN THE FIRES OF THEIR TRAGIC PASTS, THEY HAVE Banded TOGETHER TO FIGHT A MODERN DAY CRUSADE AGAINST THE FORCES OF EVIL! STAN LEE PRESENTS...

EXCALIBUR



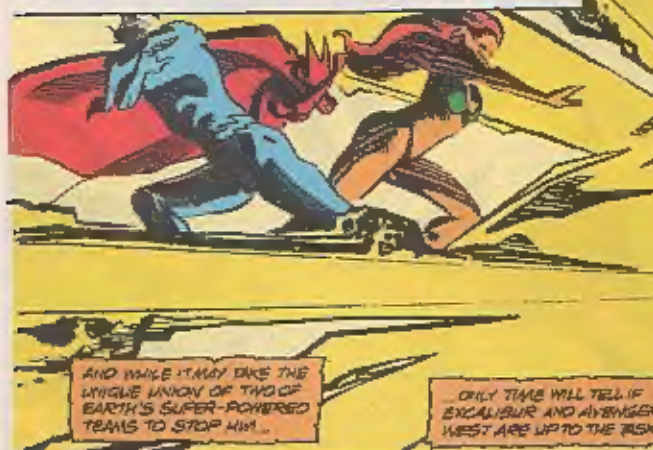
IT TAKES A SPECIAL MAN TO DESTROY AN ENTIRE DIMENSION IN ORDER TO ACHIEVE HIS GOAL.

DR. VICTOR VON DOOM IS JUST SUCH A MAN.

IT TAKES A CERTAIN DIMENSION TO COME IN ON ITSELF...

...THAT IT MIGHT YIELD AN ENDLESS SUPPLY OF MYSTICAL METAL CALLED PYROMETHEUM.

OTHERPLACE IS JUST SUCH A DIMENSION.



AND WHILE IT MAY TAKE THE UNIQUE UNION OF TWO OF EARTH'S SUPER-POWERED TEAMS TO STOP HIM...

ONLY TIME WILL TELL IF EXCALIBUR AND AVENGERS WEST ARE UP TO THE TASK.



UNFORTUNATELY... TIME IS SOMETHING THEY DON'T HAVE A LOT OF AT THIS MOMENT.

EXCALIBUR™ Vol. 1, No. 39, July 1991 (ISSN #1045-1566) Published by MARVEL COMICS, Terry Stewart, President, Stan Lee, Publisher, Michael Hosson, Group Vice President. Publishing OFFICE OF PUBLICATION, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10015. SECOND CLASS POSTAGE PAID AT NEW YORK, N.Y. AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1991 by Marvel Entertainment Group, Inc. All rights reserved. Price \$1.75 per copy in the U.S. and \$2.25 in Canada. Subscription rate for 12 issues: U.S. \$21.00; Canada \$26.00; and foreign \$35.00. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. EXCALIBUR, including all prominent characters featured in this issue and the distinctive likenesses thereof, is a trademark of MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO EXCALIBUR, c/o MARVEL COMICS, 9TH FLOOR, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10015. PRINTED IN CANADA.

CAPTAIN BRITAIN,
IT'S ALL MY FAULT!
I PROVIDED
DOOM WITH ACCESS
TO THIS DIMEN--

SELF-RECRIMINATION
HAS NO PLACE IN
BATTLE, SHADOW-
CAT.

LUKHN!
I'VE GOT YOU,
NIGHTCRAWLER!

DAMNE, MESSIAN--
THESE FIERCE WINDS
MIGHT BE THE DEATH
OF US ALL!

NOT QUITE "ALL."
WONDER MAN
AND THORA ARE
SAFE!

IT'S AMAZING HOW YOU
CAN SMOOGER AND
DIE AT THE SAME TIME

QUICKSILVER,
DON'T WORRY
ABOUT ME! STOP
DOOM BEFORE HE
DESTROYS THIS
DIMENSION--AND US
ALONG WITH IT!

IT WOULD SEEM,
DEAR SISTER, I
HAVE AMPLE
OPPORTUNITY TO
RESCUE THE SCARLET
WITCH.

IRON MAN AND
PHOENIX APPEAR
TO HAVE THE
SITUATION UNDER
CONTROL.

NO! YOU STOPPED
THE SOULSWORD IN MID-
STROKE!

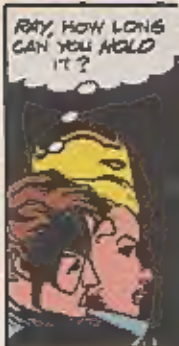
I'M IMPULSIVE
THAT WAY.

YOU KNOW, WE AVENGERS
SHOULD REALLY SEE
ABOUT GETTING A
CELESTIAL AVATAR OF
OUR OWN.

UNTIL THE "HEART" OF
OTHERPLACE IS DESTROYED,
THIS REALM WILL NOT
REVERT TO ITS NATURAL
STATE OF PROMETHIUM!

AND YOU WON'T BE
ABLE TO USE THE
ETERNALLY-ENERGIZING
METAL TO RULE THE
EARTH!

WHICH IS WHY THEY
REFER TO THIS AS
"SAVING THE DAY."



RAY, HOW LONG CAN YOU HOLD IT?



HOT... VERY...



HER TELEKINETIC POWERS ARE GROUNDED IN SCIENCE--



--WHILE THIS REALM IS GOVERNED BY MAGIC!

SHE SHALL SOON FALL! THEN I SHALL STRIP-MINE THIS LIFELESS DIMENSION AT MY LEISURE.

NON... AMBITIOUS...



I'D BE HAPPY... IF I COULD... FIGURE OUT NON... TO PROGRAM MY...VER.

IRON MAN! YOU DARE TO TOUCH VICTOR VON DOOM?!

SPLAT!

SINCE IT'S THROUGH TWO LAYERS OF ARMOR, I FIGURE THAT'S SANITARY.

YOU WILL PAY FOR THIS EFFRONTERY!

DO YOU ACCEPT DINER'S CLUB?



NOW THIS IS ENCOURAGING

THE TEN OF US AGAINST ONE OF HIM--

--IS THAT... FAIR?

WAS IT FAIR OF DOOM TO TRICK ME INTO TAKING HIM HERE SO HE COULD STEAL THE SOULSMOOR?

IF WE DIDN'T TEAM UP TO CLOSE THOSE PORTALS, ALL OF ENGLAND WOULD HAVE BEEN PULLED THROUGH INTO THIS DIMENSION BY NOW! X

X SEE LAST TWO ISSUES.--T.K



NOW,
GENTLEMEN,

"NOW"
WHAT?

I BELIEVE
HE WAS
SPEAKING
TO US!

THE DEMON
ARMY OF
OTHERPLACE!

OF COURSE! AS
THE LAST PERSON
TO WIELD THE
SOULSWORD, DOOM
IS STILL IN
CONTROL OF THE
DEMONIC HORDES!

HEART OF THE MATTER

BOOK THREE OF THE
PROVETHUM EXCHANGE

EXCALIBUR CREATED BY
CLAREMONT AND DAVIS

LOBBELL/BADGER/
ELIOPOULOS/VAN GATA/
KRYANASH/DEBALCO

ARRGGHH!

THAT PARTICULAR DEMON'S
PAIN—I CAN... FEEL IT?!

IN THE PAST, FEELINGS
THIS INTENSE WOULD
TRIGGER MY SHAPE-
SHIFTING POWERS.

SO WHY
AREN'T I
CHANGING?



"SPIDER-MAN," WATCH WHERE YOU FIRE YOUR WEBBINGS--IT'S ENSNARING "DAREDEVIL" AND ME!

SORRY, "MOON KNIGHT."

HON KERO! WHEN BELASCO, MAGIK, AND I'M RILED THIS PLACE, THE DEMONS LOOKED... GENERIC?

I BLAME MYSELF.

YOU SHOULD SKI -- YOUR RANDOM-CAUSING NEX BOLT IS RESPONSIBLE!

STOP! STOP! STOP!

WITH DOOM IN CHARGE, THEY'VE TAKEN THE SHAPE OF THE 'DEMONS' THAT HAVE PLAGUED HIM OVER THE YEARS.



IMPERIOUS REX!

FINALLY, A DEMON WHO'S DONE HIS RESEARCH.



HE'S NOT A DEMON AT ALL -- HE'S A MAN WHOSE SKELETON IS LACED WITH PROMETHIUM!

BUT... HOW?!



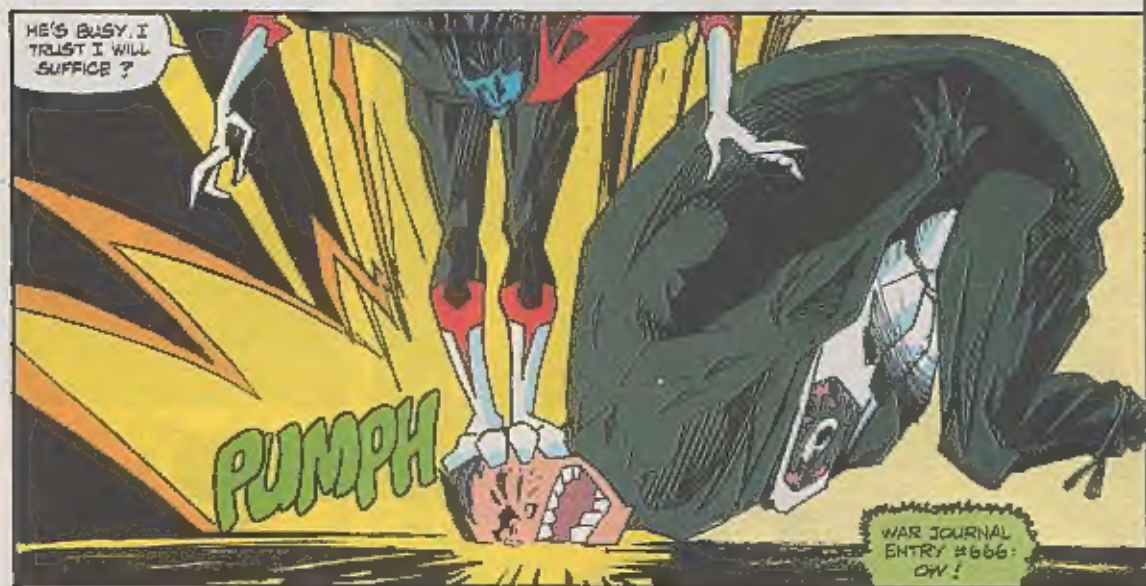
LET ME GUESS, YOU'RE SUPPOSED TO BE COLOSSUS?

MAYBE I SHOULD WORK ON MY ACCENTSKI?

MAYBE YOU SHOULD WORK ON TAKING A PUNCHSKI.











ALLOW ME TO
REPRESENT YOUR
"FRIENDS"



THE FIRST
TIME WE'VE
YOU BROKE
MY SKIN



"BUT YOU
CONTINUED
BOMBING
US"



SEVEN
I'VE
BROKEN
YOUR
SKIN
AT
THE
TIME



TO
BROKEN
YOUR
SKIN
AT
THE
TIME

IS
YOU
RE-CREATED
ME
IN
THE
IMAGE
OF
MYSELF
BUT
NOT
THE
DEMON



NOT THAT I... DON'T
APPRECIATE... THE
ATTENTION...

... BUT MAYBE SOMEBODY...
SHOULD BREAK THOSE... TWO
APART ?

IS
RIGHT.

JUST A
SEC, LUV.

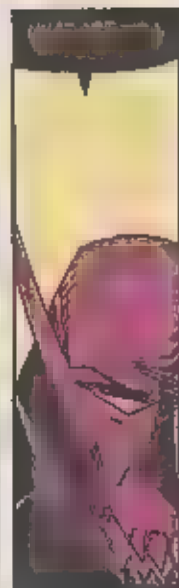
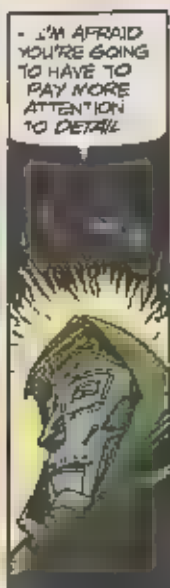
I'LL MAKE
IT A
PRIORITY.

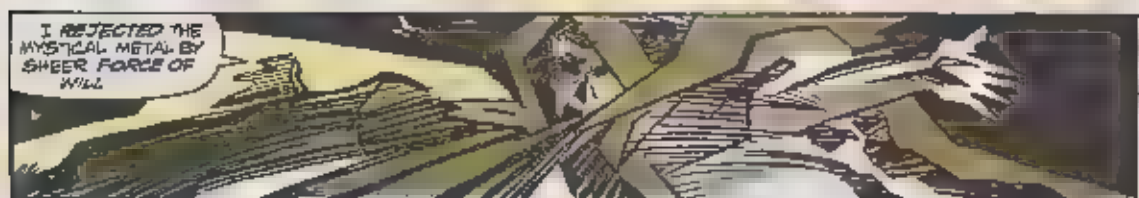
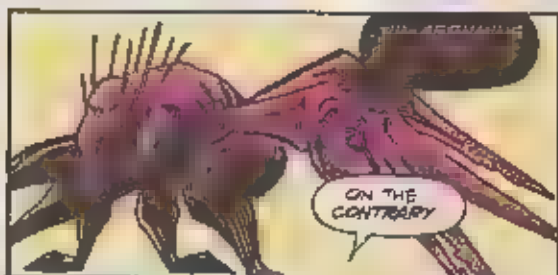


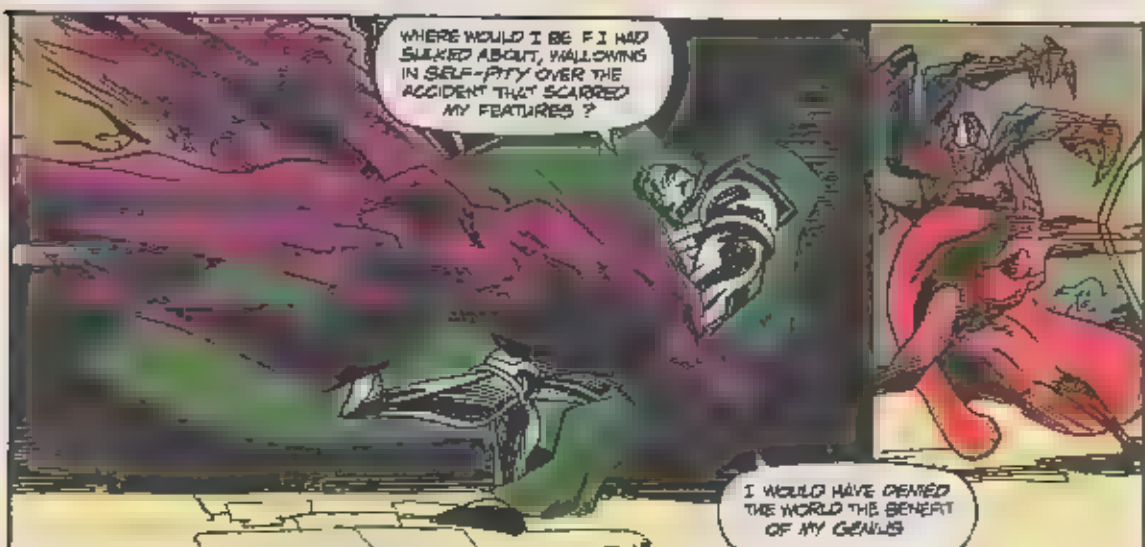
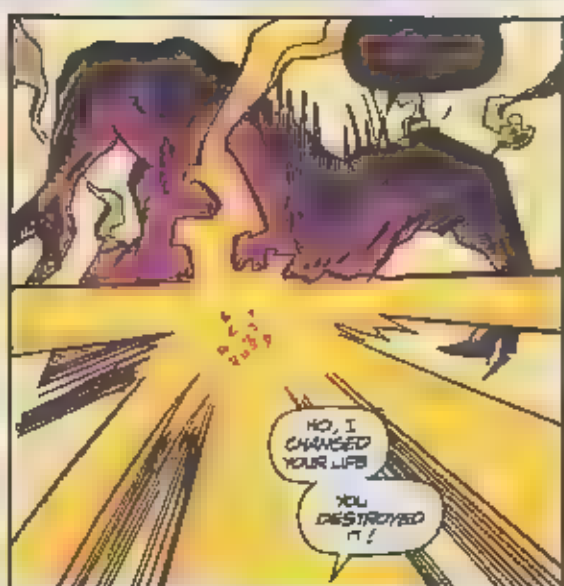
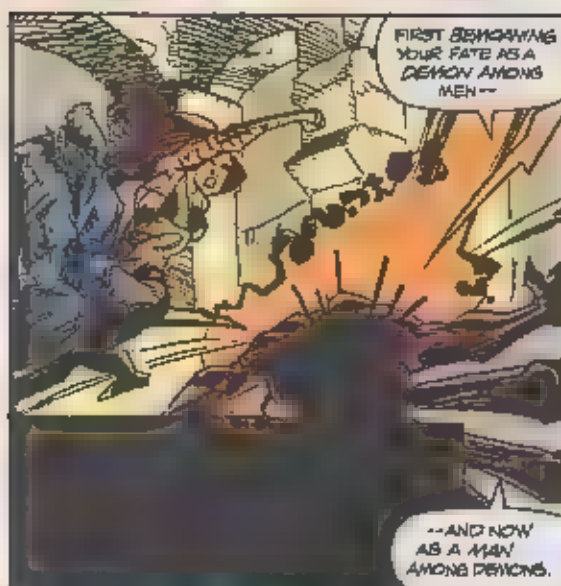
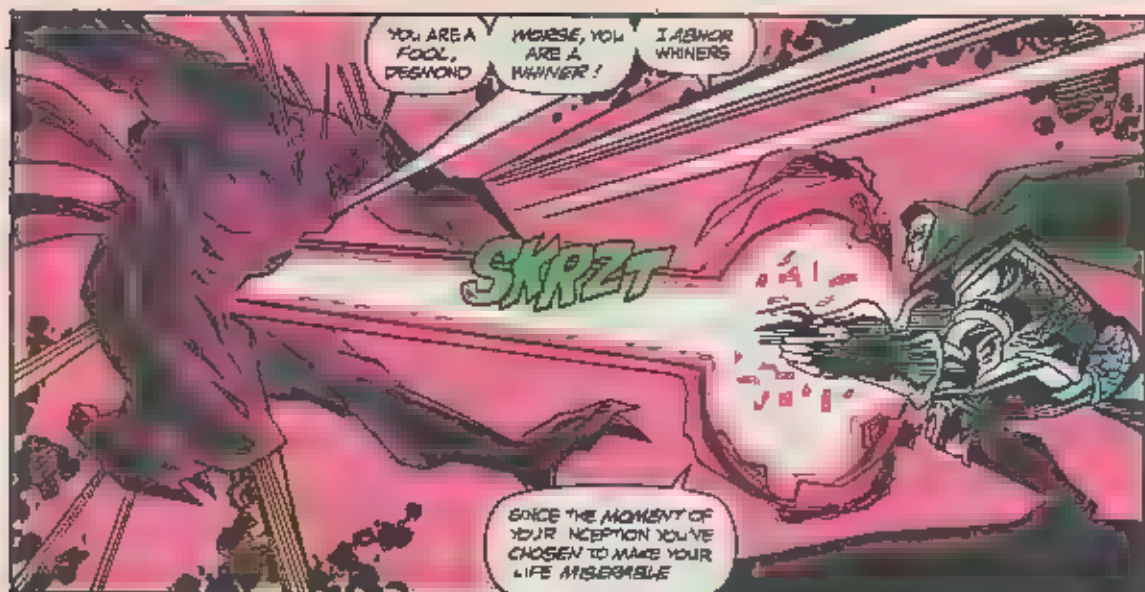
I RECALL THAT
PARTICULAR
EXPERIMENT.

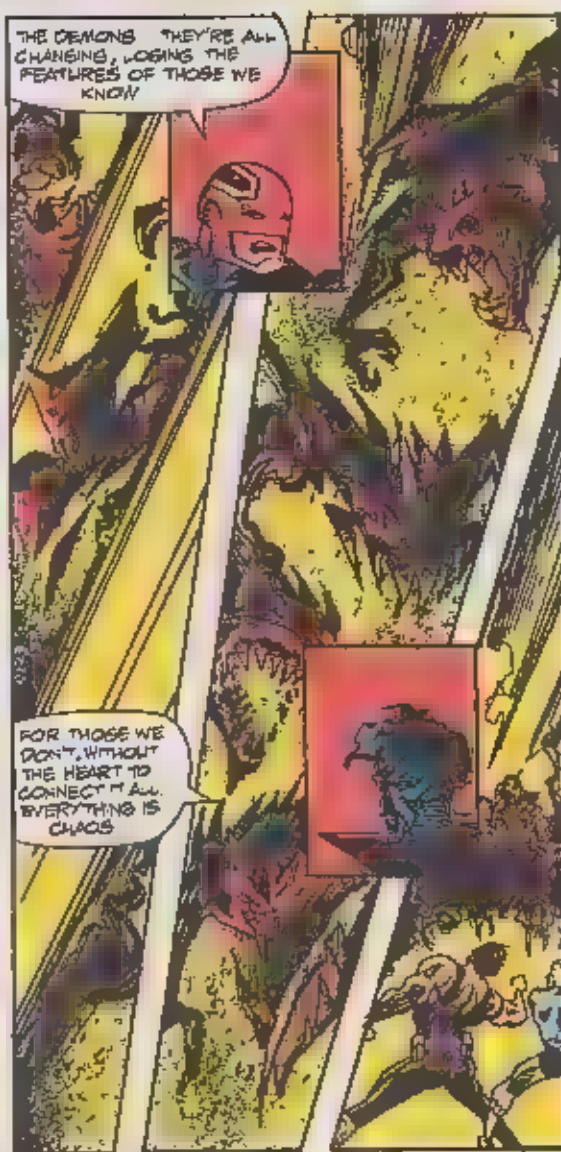
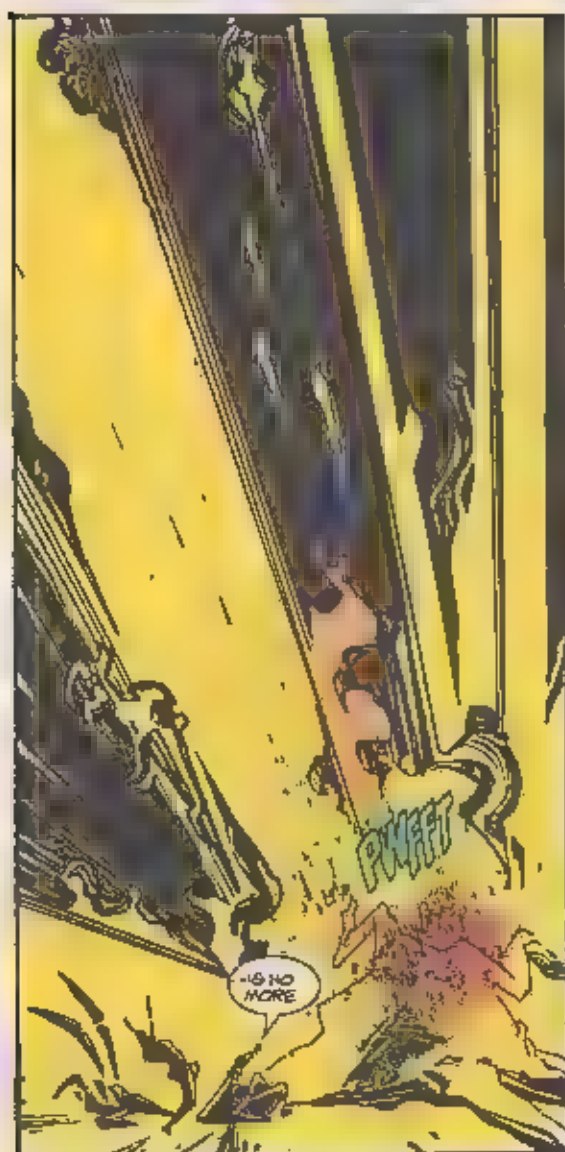
A PITY I HAD YET TO
DISCOVER THE METAL'S
USE AS AN INEXHAUSTIBLE
ENERGY SOURCE...

YOU
WAS
THE
DEMON
DARATH
THE
DEMON

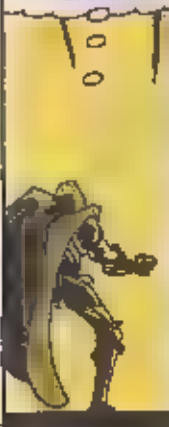




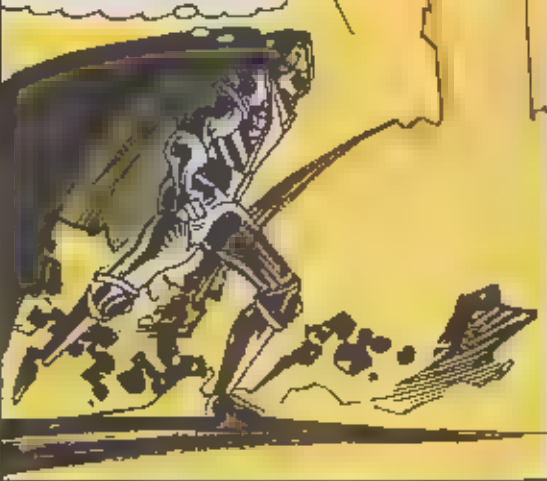




JUST AS I
PLANNED--THE
DESTRUCTION
OF THE HEART
HAS OPENED A
TEMPORARY
SPATIAL VORTEX
TO EARTH



BARRING ANY UNFORESEEN
COMPLICATIONS, ALL OF
OTHERPLACE SHALL BECOME
A PROMETHIUM GRAVEYARD
FOR MY ADVERSARIES



IT IS UN-
FORTUNATE
THAT EVERY
LIVING BEING
HERE WILL
CEASE TO
EXIST

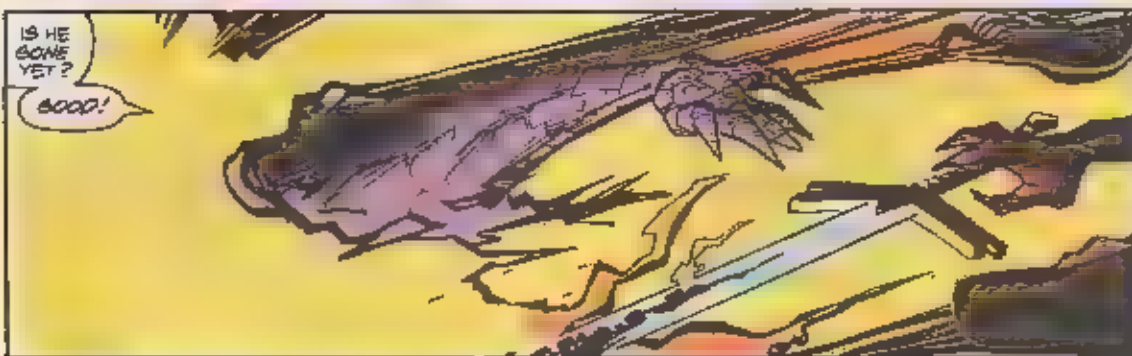


I FEEL
DARKOTH WAS
JUST BEGINNING
TO GRASP THE
SCOPE OF HIS
DESTINY

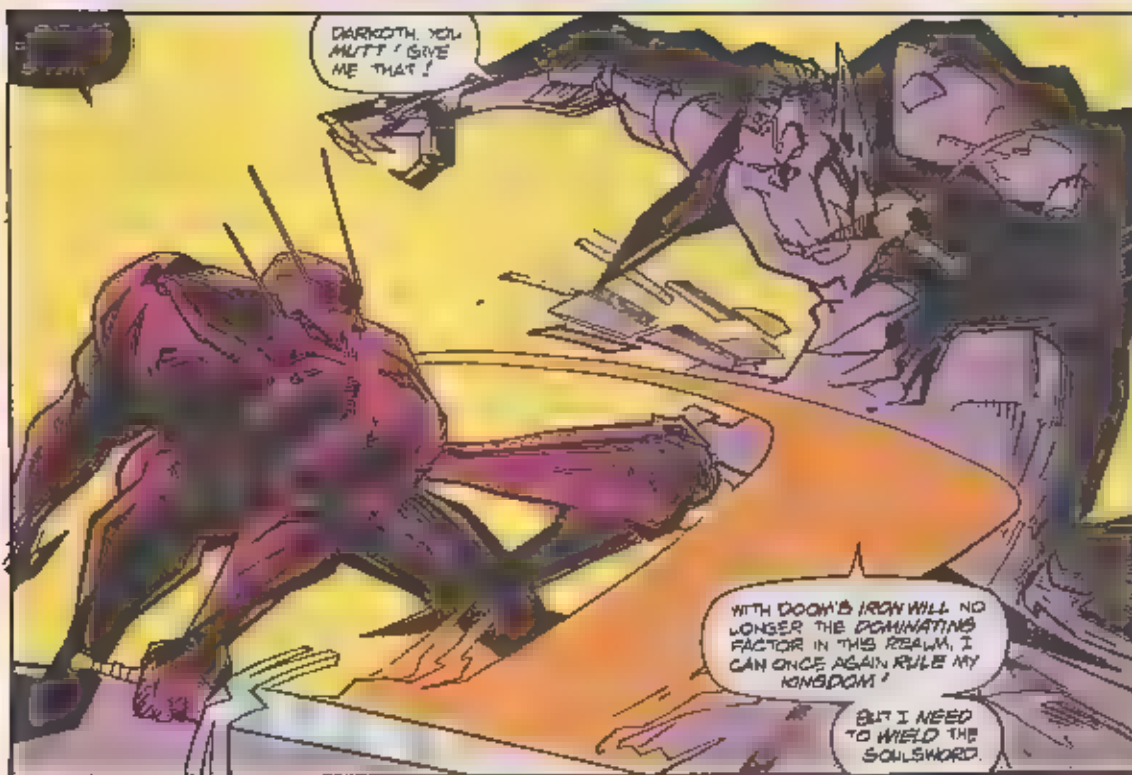


IS HE
GONE
YET?

GOOD!



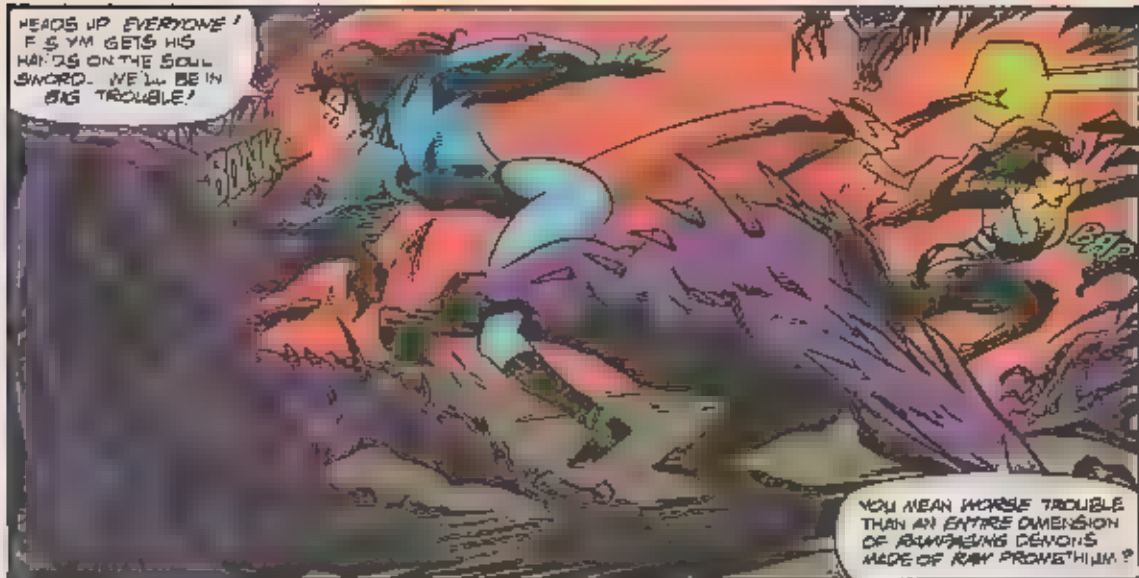
DARKOTH, YOU
MUTT! GIVE
ME THAT!



WITH DOOM'S IRON WILL NO
LONGER THE DOMINATING
FACTOR IN THIS REALM, I
CAN ONCE AGAIN RULE MY
KINGDOM!

BUT I NEED
TO WIELD THE
SOULSWORD.

HEADS UP EVERYONE!
F.S.Y.M. GETS HIS
HANDS ON THE SOUL
SWORD. WE'LL BE IN
BIG TROUBLE!



YOU MEAN WORSE TROUBLE
THAN AN ENTIRE DIMENSION
OF RAMPAGING DEMONS
MADE OF RAY PROMETHIUM?

THE FELINE FRAULEN
HAS A POINT, AVEN
FRIEND.

LET'S DEAL
WITH ONE
CATASTROPHE
AT A TIME

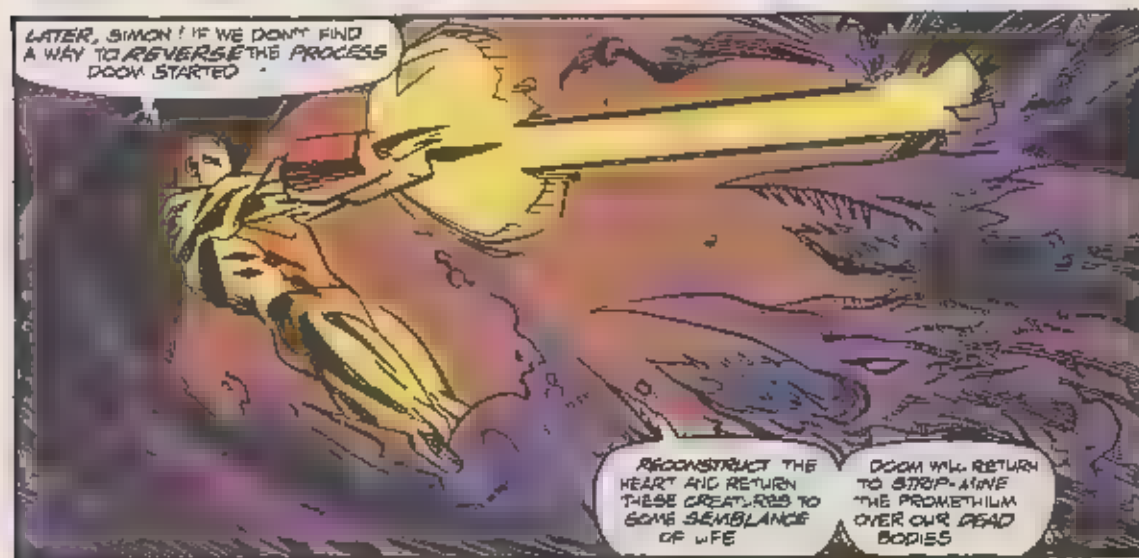
THIS IS NOTHING! THERE
WAS A TIME WE AVENGERS
WERE BATTING MASTER
PANDEMONIUM...

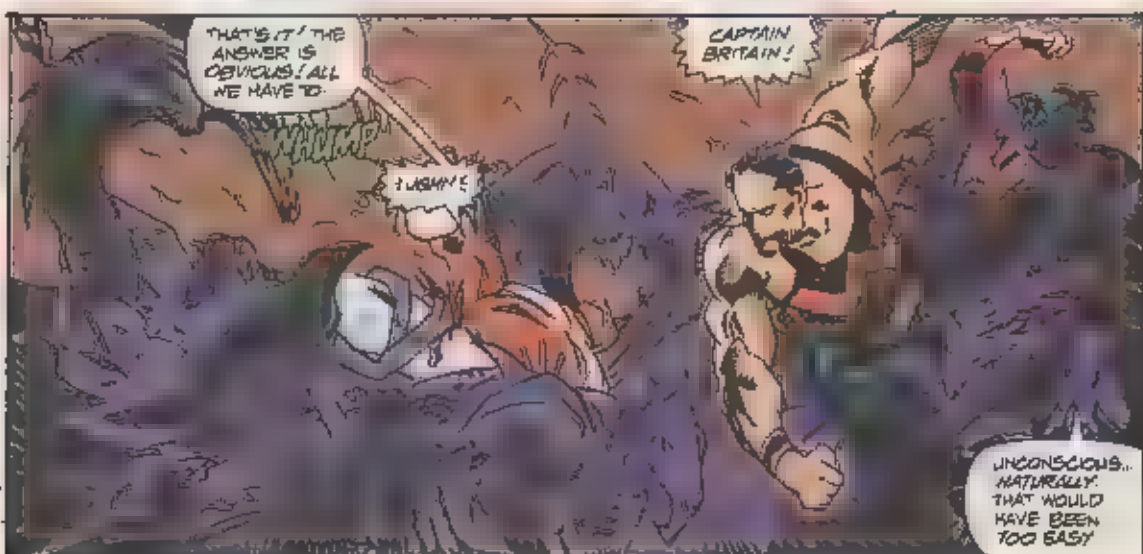
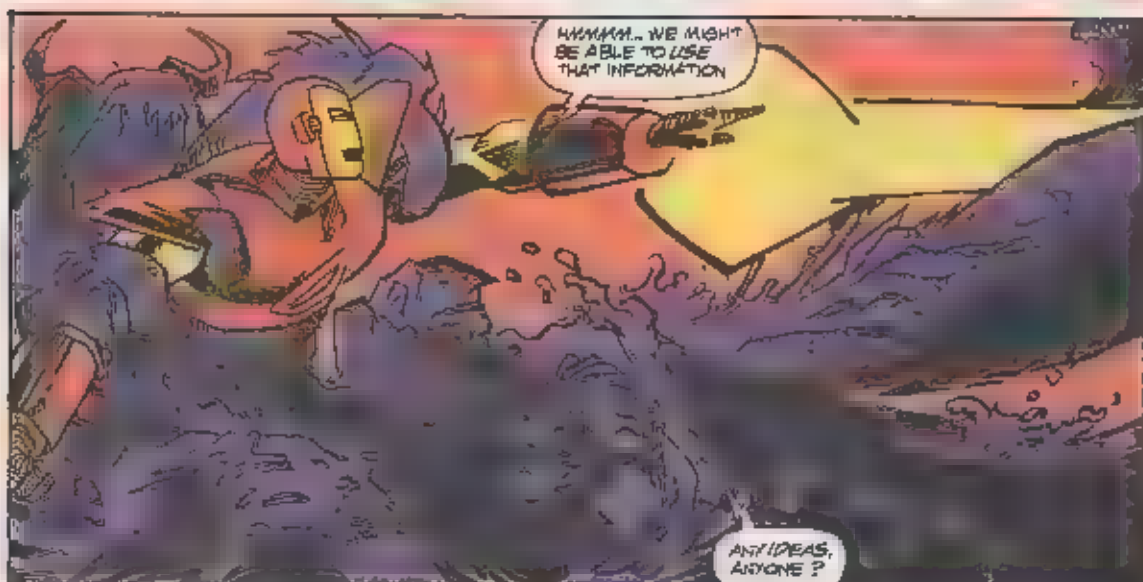
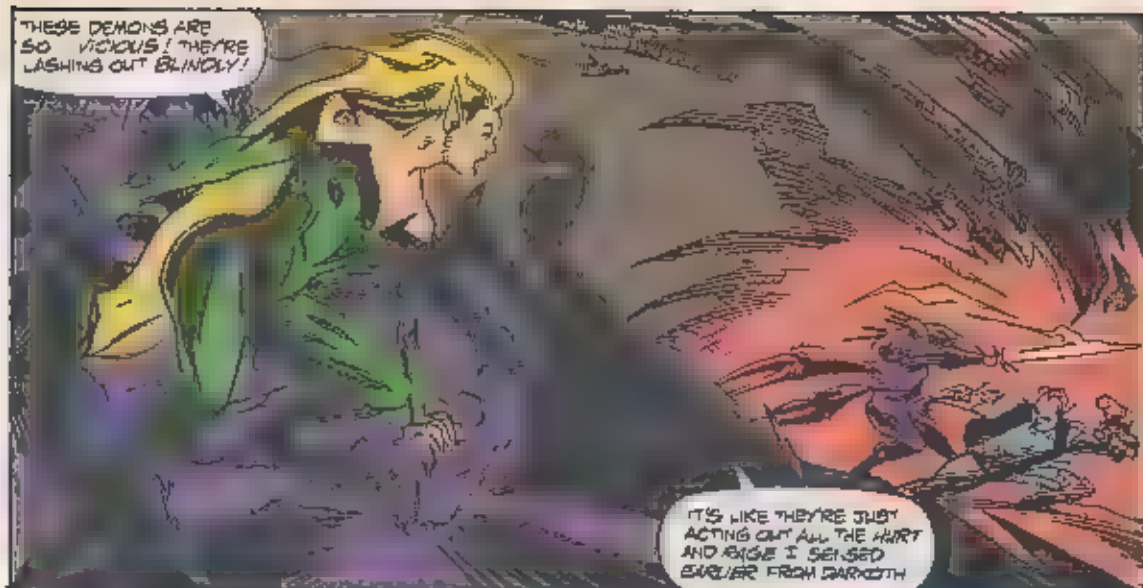


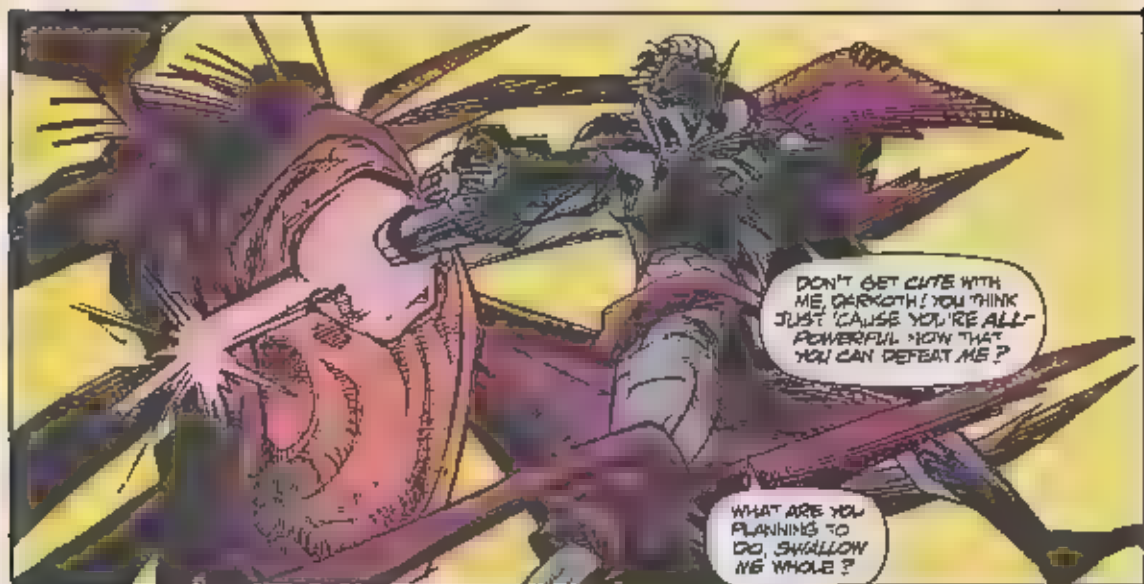
LATER, SIMON! IF WE DON'T FIND
A WAY TO REVERSE THE PROCESS
DOOM STARTED

RECONSTRUCT THE
HEART AND RETURN
THESE CREATURES TO
SOME SEMBLANCE
OF LIFE

DOOM WILL RETURN
TO STOP-MOVE
THE PROMETHIUM
OVER OUR DEAD
BODIES







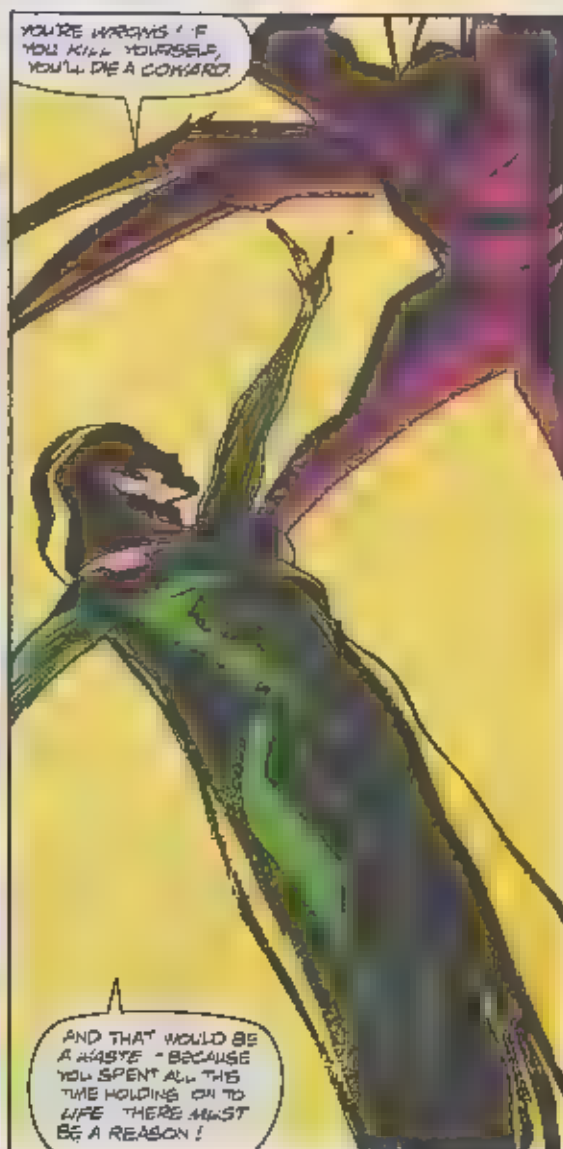
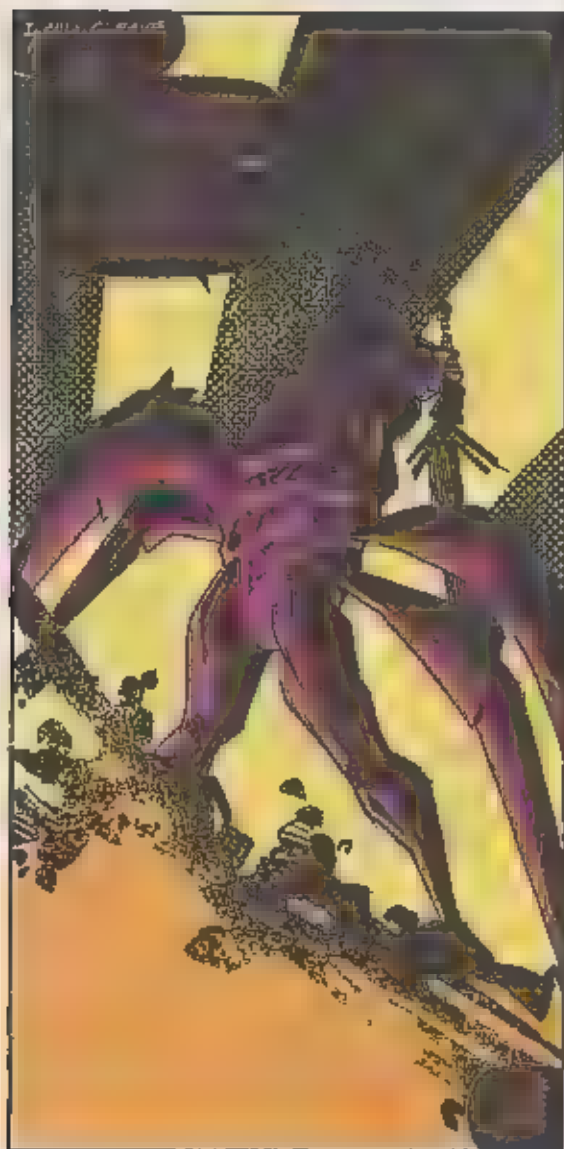
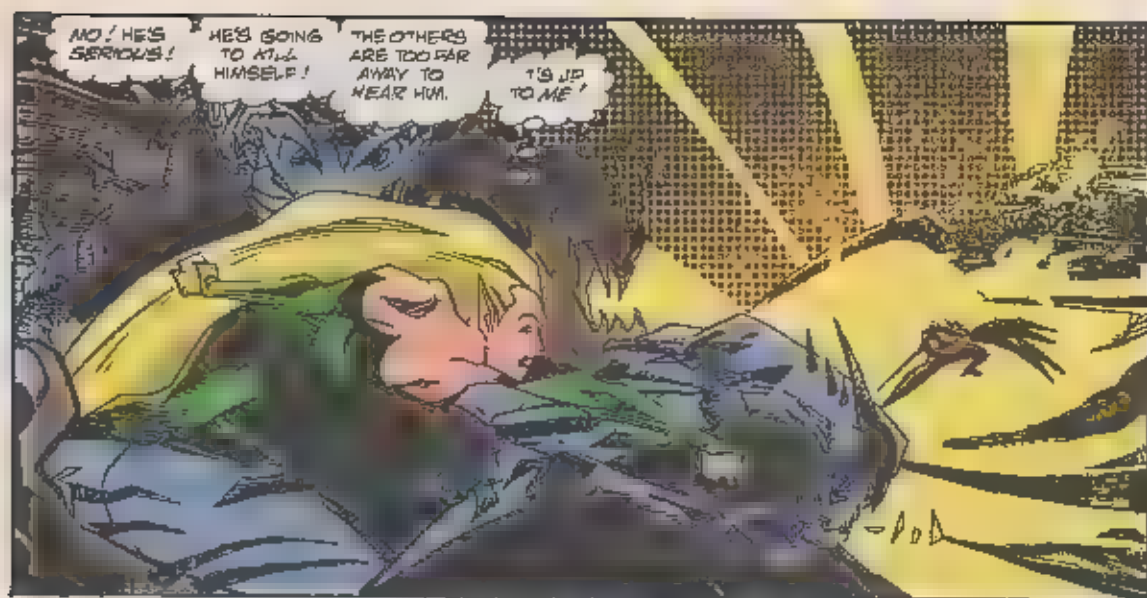
DON'T GET CUTE WITH ME, DARKOTH! YOU THINK JUST 'CAUSE YOU'RE ALL-POWERFUL NOW THAT YOU CAN DEFEAT ME?

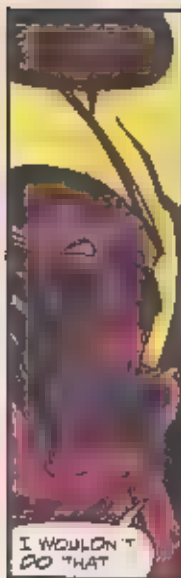
WHAT ARE YOU PLANNING TO DO, SHALLOW NG WHOLE?



YOU CAN'T DESTROY ME! I'LL ONLY BE INSIDE YOU FESTEING... PLANNING MY RETURN!



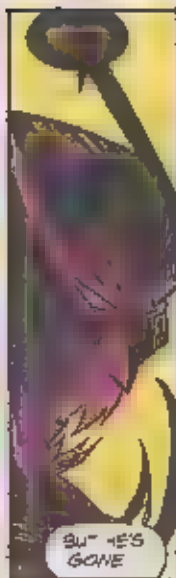




I WOULDN'T
DO THAT

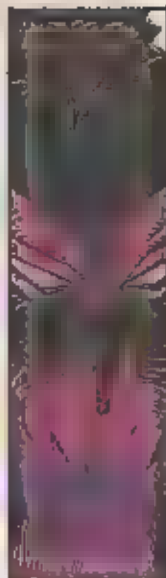
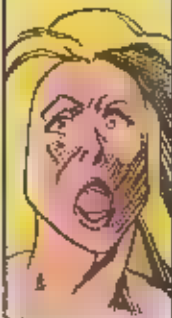
I THINK WHAT
DR. DOOM
DID WAS
HORRIBLE

I'M SORRY
THAT HE
HURT YOU



BUT HE'S
GONE

NOW THE ONLY ONE
HURTING YOU...
IS YOU
AND THAT'S
DUMB

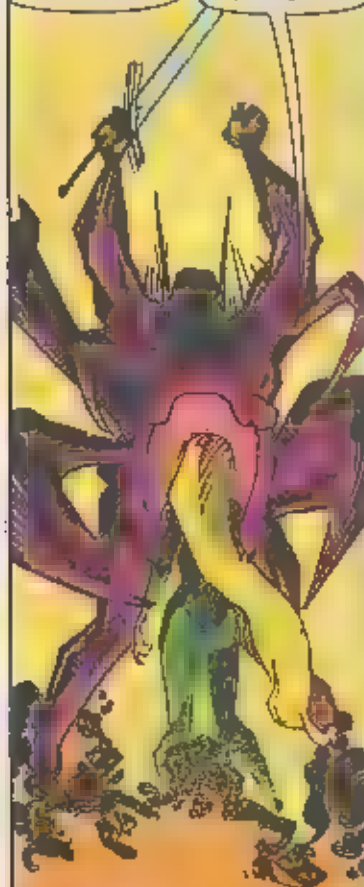


I'M AN EMPATH
AND A SHAPE-
CHANGER AND
I'M AFRAID I'M
NOT VERY GOOD
AT BEING
EITHER



USUALLY I WOULD
HAVE CHANGED
MY SHAPE WHEN
YOU DID.

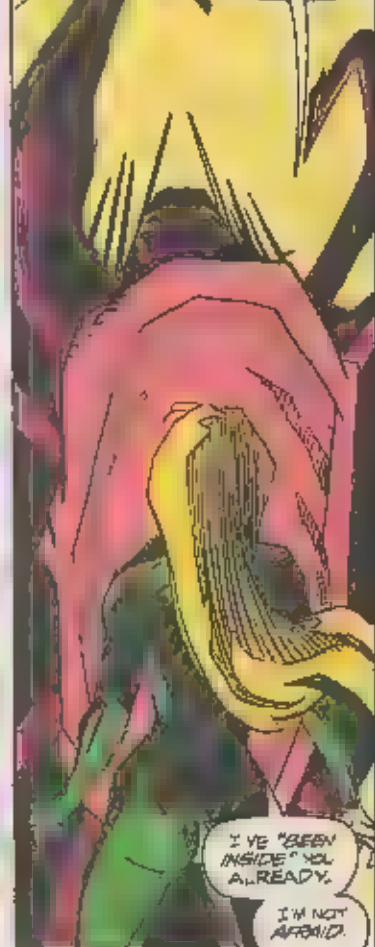
BUT YOU KEPT
ME TOGETHER
NOT EVEN ON
PURPOSE



YES, YOU ARE IN A LOT
OF PAIN-- BUT IT'S BECAUSE
YOU HAVE SO MUCH
STRENGTH

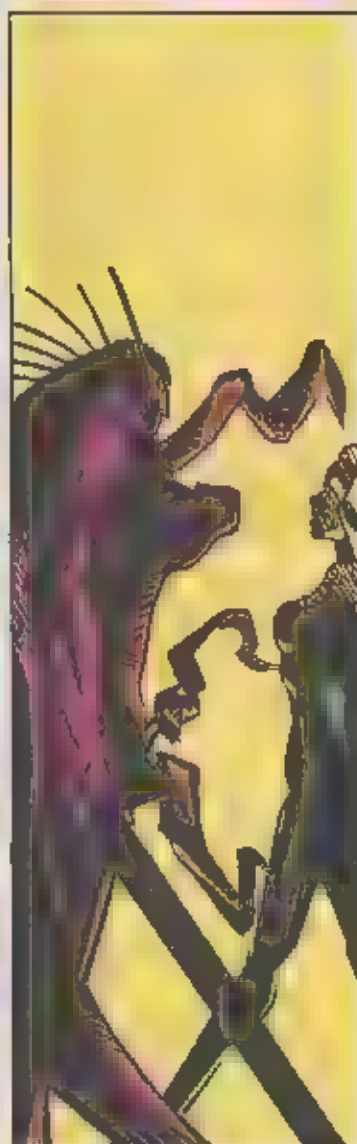


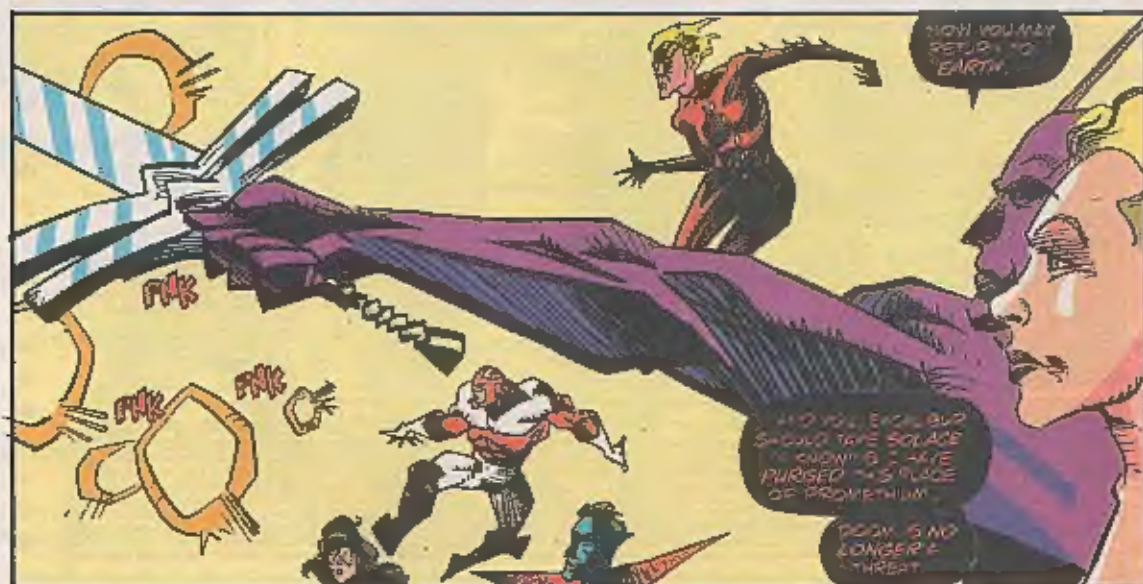
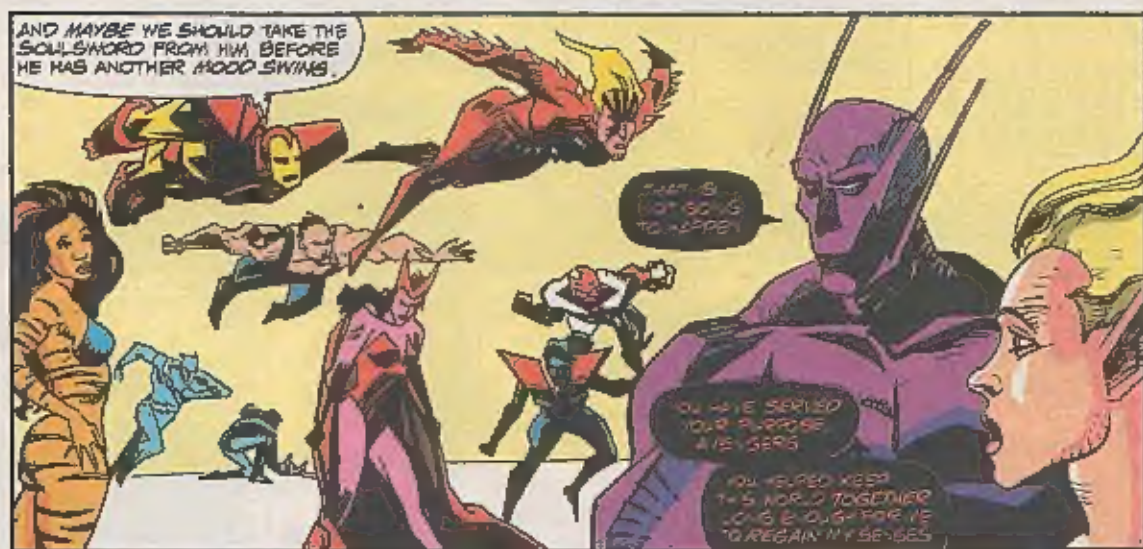
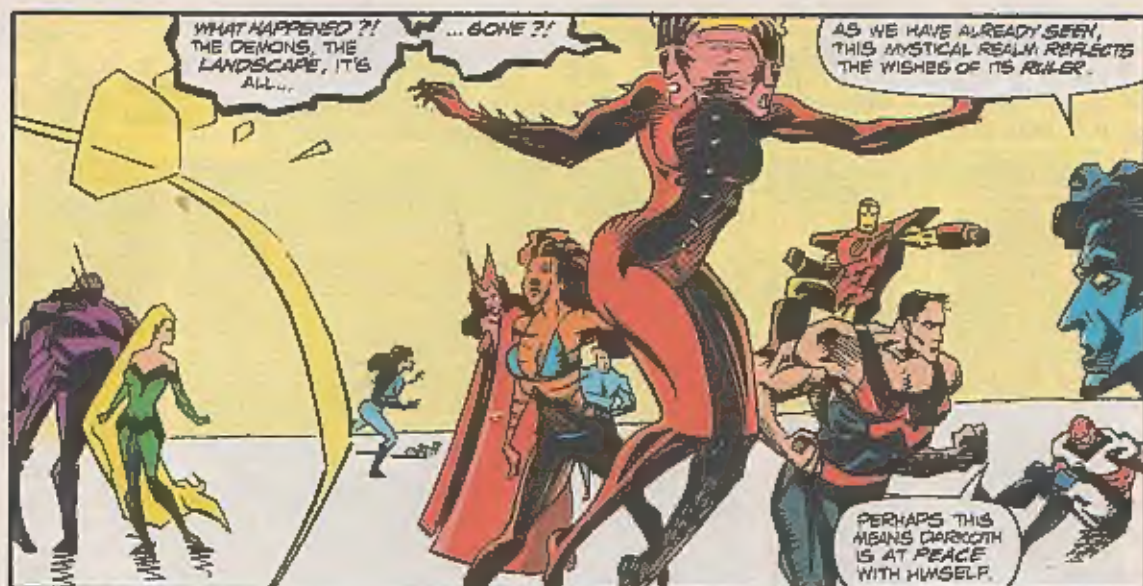
GO AHEAD
AND SHEDDOW
ME UP

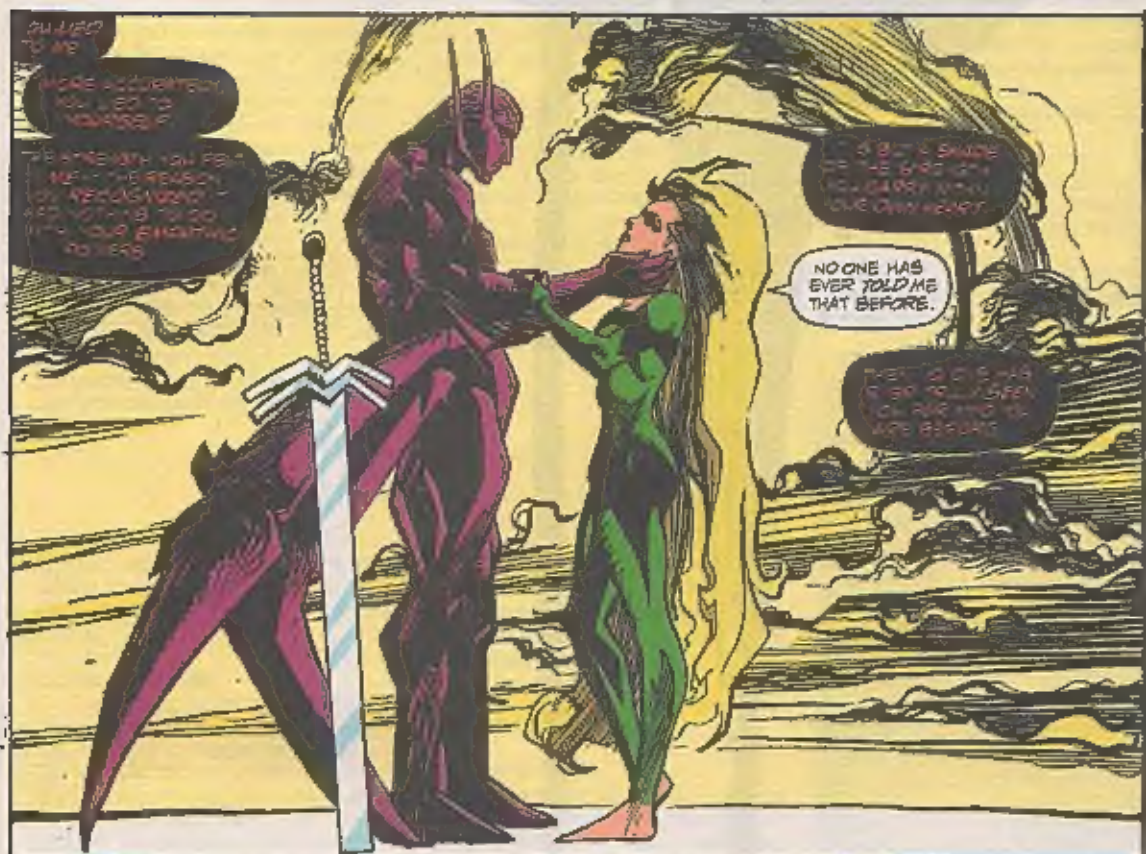


I'VE "BEEN
INSIDE" YOU
ALREADY.

I'M NOT
AFRAID.







WON'T YOU
COME BACK
WITH ME --
WITH US?

SOMEONE

IS USED AND
LOST

SOMEONE
MEGGAN

AND SO HE SITS,
PROTECTOR OF
OTHERPLACE.

FOR YEARS HE HAS
FELT ALONE IN A
DIMENSION FULL
OF DEMONS.

NOW HE IS COMPLETELY
ALONE -- BUT HE'S
REGAINED HIS HUMANITY.

AND HE BELIEVES IT WAS
A FAIR EXCHANGE.

SWORD STROKES

% MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

TERRY KAVANAGH
EDITOR
KELLY CORVESE
ASSISTANT EDITOR

Attention correspondents: if you don't want your full address printed, please be sure to tell us so!

Dear Sword Strokes,

I've been collecting EXCALIBUR since issue #13. When my friend brought it for me I was not sure I was going to like it. Then when I started to read it I found out that I liked it. I liked the "Cross-Time Capar." My favorite series was "Girls' School From Heck." In issue #33 I have one question and it calls for a No-Prize. In issue #33 Nightcrawler teleported twice but in back issues Nightcrawler said he could only teleport once. So how about a No-Prize?

Chris Awtry
1612 Walnut Drive
Chula Vista, CA 92011

Glad you like EXCALIBUR so much, Chris, but we're sorry to tell you that there isn't a No-Prize winging its way to you! Nightcrawler is recuperating from injuries, and in past issues when he was weaker, he could not teleport more than once in a row. As Nightcrawler recovers, he is gaining back his old strength and was able to teleport twice by then! Sorry!

Dear Sword Strokes,

Oh gosh! Oh golly!! Oh WOW!!! That's all I can say about the new story line. "Girls' School From Heck" was just great. I'm glad to see Kitty back with the team and the appearances of Mesmero and Fenris came as a welcome surprise.

Kurt has to be my favorite character. His style and panache are unequalled. There doesn't happen to be a fan club for our favorite German super type, does there? I don't mean to ruffle any feathers but could we see Kurt at least try a different costume? The red, white and black one is just great but it's getting a little old.

Last but not least, could the team members begin answering the letter pages? Their replies would be interesting, to say the least. So *Live as Who! and Make Mine Marvel!*

C. Brock Harmon
108 Short Street
Hel, KY 41642

The team is so busy right now, C. We just wouldn't feel right about asking them to take time out of their hectic super hero schedule to answer letters!

Dear Sword Strokes,

The current issues #32-34, "Girls' School From Heck," are great. Having Kitty lead the school to somewhat of a victory (the school is still open) and reuniting her with the rest of the team is just part of this great story. The Mesmero problem was handled stupendously. I

love how Lockheed scorched him, and to have Fenris defeated so easily was great!

Please have a few cross-overs with other titles. The one with THOR was awesome.

Keep up the great, very great work.

Kasey Stephan
677 Walnut St.
Phillipsburg, NJ 08855

Kasey, you weren't the only one who loved Lockheed's trick! We received lots of letters about it -- seems everyone enjoyed it!

Dear Sword Strokes,

I've got a few things to say about EXCALIBUR. First of all, EXCALIBUR is without a doubt, one of the best comics out on the stand. But (there's always a but), there are a few things that definitely need to change, especially in the character area.

Rachel (the sexy redhead), needs to put her abilities to use. I know for a fact that she can do better than she is doing now. One minute she's weak-minded and easily beaten, and then she turns around and you make her superhumanly powerful. Sometimes she doesn't even seem like she's a part of the team.

That's another thing you need to work on -- teamwork. EXCALIBUR fights together yet they use no strategies, no teamwork!

Meggan also needs to improve. I know if she really wanted to, she could kick where it counts. Yet, like Rachel, she doesn't even seem to be using her abilities to a fraction of their true potential.

Finally, you need to get Kitty (Shadowcat) to pick up that Sword!

In conclusion, I would like to say -- keep up the excellent work and get some real action going.

So until Rachel's mine, Make Mine Marvel!

Scott Smith
4249 Harwood St.
Fremont, CA 94508

You've got to remember, Scott, these are people. They have doubts and problems just like all of us. Rachel may be superhumanly powerful -- but she's still human. Meggan, too! Try to keep this in mind and perhaps their actions will seem more reasonable.

We bet you're enjoying the current story... where Kitty finally graps the Soulsword!

Dear Sword Strokes,

I hope you will pardon me. I came in late and therefore have doubtless missed out on a few things. Thus, I have a few

questions to ask you:

1. How old is Meggan?
2. How old is Captain Britain?
3. How many more members is EXCALIBUR going to get?
4. How do I reach the creators of EXCALIBUR?

Thank you for your time.

Jim Page
206 Hill Ave.
Glen Ellyn, IL 60137-4933

Welcome aboard, Jim! The ages of Meggan and Captain Britain have not yet been discussed in EXCALIBUR -- guess you'll just have to keep reading! There will be a new face in the team within the next six or seven months, but we don't want to spoil the surprise! You can always contact your favorite Marvel creative folks by writing to them in care of the address atop this page. We'll forward the mail to them!

Hope this helps!

Dear EXCALIBUR,

I have one question for you guys: If the Phoenix of this reality in EXCALIBUR is supposed to be the only one across the entire Multiverse how do you explain the many times Phoenix has appeared in WHAT IF...? The WHAT IF... stories are supposed to come from other realities, so what's your explanation?

Until Wolve slays the Living Tribunal Make Mine Marvel.

Juan Sanchez
7107 Ave. J
Houston, TX 77011

WHAT IF... is not part of the "real" Marvel Universe, Juan. It's fantasy -- fictional fiction!

HEY, EVERYBODY!

Brad Vancata created the colors for EXCALIBUR #37, not Glynn Oliver, as was noted. No, this is not a mistake -- we're Marvel! We never make mistakes!

